

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IN RE: ORGANOGENESIS
SECURITIES LITIGATION

No. 04-10027-JLT

**MOTION OF DEFENDANTS ALAN ADES, JOHN ARCARI, ALBERT ERANI,
PHILIP LAUGHLIN, DONNA LOPOLITO, MICHAEL SABOLINSKI AND
ALAN TUCK TO DISMISS THE CORRECTED CONSOLIDATED
AMENDED CLASS ACTION COMPLAINT**

Pursuant to Rules 9(b) and 12(b)(6) of the Federal Rules of Civil Procedure, defendants Alan Ades, John J. Arcari, Albert Erani, Philip Laughlin, Donna Abelli Lopolito, Michael Sabolinski and Alan Tuck move to dismiss the Corrected Consolidated Amended Class Action Complaint against them.

As set forth in the accompanying Memorandum of Law, the Corrected Consolidated Amended Class Action Complaint against Alan Ades, John J. Arcari, Albert Erani, Philip Laughlin, Donna Abelli Lopolito, Michael Sabolinski and Alan Tuck does not state a claim against any of them under either Sections 10(b) or 20(a) of the Securities Exchange Act of 1934, nor under Securities and Exchange Commission Rule 10b-5 promulgated thereunder. The defendants also rely on and incorporate the arguments set forth in the memoranda filed separately in support of the motions to dismiss of defendants Herbert Stein and PricewaterhouseCoopers LLP.

REQUEST FOR ORAL ARGUMENT

Defendants Alan Ades, John J. Arcari, Albert Erani, Philip Laughlin, Donna Abelli Lopolito, Michael Sabolinski and Alan Tuck respectfully request oral argument pursuant to Local Rule 7.1(D).

WHEREFORE, defendants Alan Ades, John J. Arcari, Albert Erani, Philip Laughlin, Donna Abelli Lopolito, Michael Sabolinski and Alan Tuck respectfully request that the Court:

- (i) Dismiss the Corrected Consolidated Amended Class Action Complaint with prejudice, without leave to re-plead, and enter Judgment for them and against plaintiffs on all claims;
- (ii) Award to defendants Philip Laughlin, Michael Sabolinski, Alan Tuck, Albert Erani, Donna Lopolito, John Arcari and Alan Ades their reasonable attorneys' fees and expenses; and
- (iii) Award other relief as is fair and just.

ALAN ADES, JOHN J. ARCARI,
ALBERT ERANI, PHILIP LAUGHLIN,
DONNA ABELLI LOPOLITO, MICHAEL
SABOLINSKI AND ALAN TUCK

Respectfully Submitted,



Jeffrey B. Rudman (BBO #433380)
Jonathan A. Shapiro (BBO #567838)
Daniel H. Gold (BBO #654909)
Wilmer Cutler Pickering Hale and Dorr LLP
60 State Street
Boston, Massachusetts 02109
(617) 526-6000
(617) 526-5000 (facsimile)

Dated: January 14, 2005

CERTIFICATE OF SERVICE

I, Daniel H. Gold, hereby certify that I caused a copy of the within document to be served:

By Hand Delivery

Nancy Freeman Gans, Esq.
Moulton & Gans, P.C.
33 Broad Street, Suite 1100
Boston, MA 02109-4216

By Overnight Mail

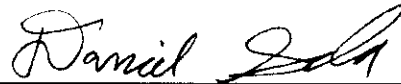
Steven G. Schulman, Esq.
Milberg Weiss Bershad Hynes & Lerach LLP
One Pennsylvania Plaza - 49th Floor
New York, NY 10119

By Hand Delivery

Peter M. Saparoff, Esq.
Mintz, Levin, Cohn, Ferris, Glovsky &
Popeo, PC
One Financial Center
Boston, MA 02111

By Hand Delivery

James R. Carroll, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
One Beacon Street
Boston, MA 02108



Daniel H. Gold

Dated: January 14, 2005